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on September 13, 2006

Date



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TO: ASSIGNMENT BRANCH Fax No.: 571.273.8300
FROM: William H. Dippert
RE: U.S. Patent Application Serial No. 10/566,927

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Conveying Parties: Stephen Martone, Ron Hadani
Receiving Party: Vision-Sciences, Inc.
Serial No.: 10/566,927
I.A. Filing Date: August 4, 2004
For: Sheath With Channel For Endoscope
Attachments: 1. Recordation Form Cover Sheet (in duplicate);
2. Executed Assignment (2 pages)

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Docket No.:

FORM PTO-1525 (Revised)
(Rev. 6-2-61)
GMS No. 0651-0027 (exp. 5/31/2002)
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1. Name of conveying party(ies): Stephen MARTONE Ron HADANI		2. Name and address of receiving party(ies): Name: <u>Vision-Sciences, Inc.</u> Address: <u>9 Strathmore Road</u>	
Additional names(s) of conveying party(ies)		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____			
Execution Date: <u>September 7 & 11, 2006</u>			
4. Application number(s) or patent numbers(s): If this document is being filed together with a new application, the execution date of the application is: <u>herewith</u>			
Patent Application No. <u>10/566,927</u>		Filing date <u>I.A. August 4, 2004</u>	
B. Patent No.(s)			
Additional numbers			
5. Name and address of party to whom correspondence concerning document should be mailed:		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Name: <u>William B. Dippert, Esq.</u>		6. Total number of applications and patents involved: <u>1</u>	
Registration No. <u>26,723</u>		7. Total fee (37 CFR 3.41): \$ <u>40.00</u>	
Address: <u>Wolf, Block, Schorr & Solis-Cohen LLP</u> <u>250 Park Avenue</u>		<input type="checkbox"/> Enclosed - Any excess or insufficiency should be credited or debited to deposit account <input checked="" type="checkbox"/> Authorized to be charged to deposit account	
City: <u>New York</u> State/Prov.: <u>NY</u>		8. Deposit account number: <u>03-3419</u>	
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8. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael J. GERVER, Reg. No 52,940
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ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned

Stephen MARTONE, 6 Byron Drive, Nashua, NH 03062, USA; and

Ron HADANI, 85 Huyler Landing Road, Cresskill, NJ 07626-1707, USA

hereby sell(s), assign(s) and transfer(s) to

Vision-Sciences, Inc., 9 Strathmore Road, Natick, MA 01760 USA, a company incorporated under the laws of the State of Delaware

(hereinafter called the "Assignee"), its successors, assigns, nominees or other legal representatives, the undersigned's entire right, title and interest in and to the invention(s) titled

Sheath with Channel for Endoscope

described and claimed in

U.S. Patent Application No. 10/566,927

which is a national phase application of

PCT Application No. PCT/US04/25238 filed on August 4, 2004

and in and to said Patent Applications and all patent applications derived therefrom, and all original and reissued patents granted therefor, and any and all continuations and divisions thereof, including, but not limited to, any and all extensions, reexaminations, substitutes and renewals, and including the right to apply for and obtain patents in all other countries, the priority rights under International Conventions, and any and all Letters Patent which may be granted thereon; all rights to collect and retain all royalties and other considerations arising from said patent applications; and all rights to sue for past, present and future infringement; and the right to collect and retain all damages collected or awarded thereunder;

(I), (We) warrantee that the undersigned have (has) the full right to convey the entire interest herein assigned;

(I), (We) authorize and request the Commissioner of Patents and Trademarks, and any Official of any country whose duty it is to issue patents on applications as aforesaid, to issue said Letters Patent to said Assignee; and

(I), (We) agree to sign all lawful papers, make all rightful oaths, do all lawful acts requisite for such patent applications, and do everything possible to aid said Assignee to apply for, obtain and enforce patent protection for said invention(s).

Signed (mo/day/yr) 9/7/06 at (city) Nashua by Stephen MARTONE

Signed (mo/day/yr) _____ at (city) _____ by _____
Ron HADANI

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Signed (mo/day/yr) _____ at (city) _____ by _____

Stephen MARTONE

Signed (mo/day/yr) 9/11/06 at (city) Orangeburg by _____

Ron HADANI